

WILMERHALE

June 2, 2010

By FedEx

Hon. William H. Pauley III
United States District Court
for the Southern District of New York
Daniel Patrick Moynihan U.S. Courthouse
500 Pearl Street, Room 2210
New York, NY 10007

RECEIVED

JUN - 3 2010

CHAMBERS OF
WILLIAM H. PAULEY
U.S.D.J.

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Re: *In re Smith Barney Transfer Agent Litigation*, 05 Civ. 7583 (WHP)

To the Honorable William H. Pauley III:

This firm represents Defendants Smith Barney Fund Management LLC and Citigroup Global Markets Inc. I write on behalf of all Defendants in the above-mentioned case to request your permission to submit a joint reply brief of no more than 20 pages in further support of Defendants' pending motion to dismiss. With the Court's prior permission, Defendants filed a 33-page joint memorandum of law in support of their motion to dismiss, and Plaintiffs filed a 40-page brief in opposition. Plaintiffs' counsel consents to Defendants' filing of a 20-page joint reply brief.

Respectfully submitted,

Lori A. Martin

Lori A. Martin

cc: Sandy A. Liebhard, Esq. (by email)
U. Seth Ottensoser, Esq. (by email)
G. Irvin Terrell, Esq. (by email)
Richard J. Morvillo, Esq. (by email)
Peter H. White, Esq. (by email)

Application granted.

SO ORDERED:

William H. Pauley III
WILLIAM H. PAULEY III U.S.D.J.

6/9/10

Wilmer Cutler Pickering Hale and Dorr LLP, 399 Park Avenue, New York, New York 10022

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